

SECOND REGULAR SESSION

SENATE BILL NO. 1224

94TH GENERAL ASSEMBLY

INTRODUCED BY SENATOR MAYER.

Read 1st time February 27, 2008, and ordered printed.

TERRY L. SPIELER, Secretary.

5074S.011

AN ACT

To repeal section 417.210, RSMo, and to enact in lieu thereof one new section relating to fictitious name registration.

Be it enacted by the General Assembly of the State of Missouri, as follows:

Section A. Section 417.210, RSMo, is repealed and one new section
2 enacted in lieu thereof, to be known as section 417.210, to read as follows:

417.210. 1. Every person, general partnership, corporation, or other
2 business organization who engages in business in this state under a fictitious
3 name or under any name other than the true name of such person, general
4 partnership, corporation, or other business entity shall within five days after the
5 beginning or engaging in business under such fictitious name file in a format as
6 prescribed by the secretary of state. The execution of the filing required in this
7 section shall be subject to the penalties of making a false declaration pursuant
8 to section 575.060, RSMo, that the facts stated therein are true and that all
9 parties concerned are duly authorized to execute such document and are
10 otherwise required to file such document pursuant to this section.

11 2. A fictitious name shall not contain any word or phrase that indicates
12 or implies that it is any governmental agency or that is seriously misleading.

13 3. This registration shall state:

14 (1) The fictitious name;

15 (2) The physical business address;

16 (3) The name or names and the residence or business address of every
17 party owning any interest or part in the business.

18 4. If the business or owner's or owners' interest ceases to exist or change
19 within five days of such change, it shall be required to file a cancellation of the

EXPLANATION—Matter enclosed in bold-faced brackets [thus] in this bill is not enacted and is intended to be omitted in the law.

20 fictitious name in a format prescribed by the secretary of state and if desired may
21 file a new registration of a new fictitious name as prescribed in this section.

22 5. If the interest of any owner of a business conducted under a fictitious
23 name registered as provided in this section is such that such owner may claim not
24 to be jointly and severally liable to third parties with respect to debts and
25 obligations incurred by such business, the registration relating to such business
26 shall reflect the respective exact ownership interests of each owner of such
27 business. In the case of any other business registered as provided in this section,
28 disclosure of the respective exact ownership interests shall be optional.

29 6. For purposes of this section, a partnership or other entity formed for
30 the practice of a licensed profession shall not be deemed to be engaged in the
31 conduct of business, notwithstanding the transaction by such entity of business
32 ancillary to the practice of such licensed profession.

33 7. All fictitious name registrations filed on or after August 28, 2004, shall
34 be governed by the provisions of this section and shall remain active on the record
35 of the secretary of state for a period of five years. Such registered fictitious name
36 filing shall expire at the end of the five-year period unless a renewal is filed
37 under subsection 9 of this section.

38 8. All active fictitious name registrations filed prior to August 28, 2004,
39 shall remain active on the record of the secretary of state for a period of five
40 years. Such registered fictitious name filing shall expire **[at] on the month and**
41 **day on which they were originally filed which occurs immediately**
42 **following** the end of the five-year period unless a renewal is filed under
43 subsection 9 of this section.

44 9. A renewal filing shall be filed in a format prescribed by the secretary
45 of state within six months prior to the expiration date of the fictitious name
46 registration. Such renewal filing shall state:

- 47 (1) The fictitious name and assigned charter number;
48 (2) The physical business address;
49 (3) The name or names and the residence or business address of every
50 party owning any interest or part in the business.

51 10. A renewal filing continues the effective registration of the fictitious
52 name for five years after the date the effective registration would otherwise
53 expire.

54 11. Fictitious name registrations filed before August 28, 2004, shall be
55 inactivated by the secretary of state on or **[after] before** August 28, **[2009] 2010,**

56 unless a renewal filing is filed under subsection 9 of this section.

57 12. The secretary of state may remove from its active records the
58 registration of a fictitious name filing whose registration has been withdrawn,
59 cancelled, or has expired.

✓

Unofficial

Bill

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